



# THE CHAMELEON CONSPIRACY

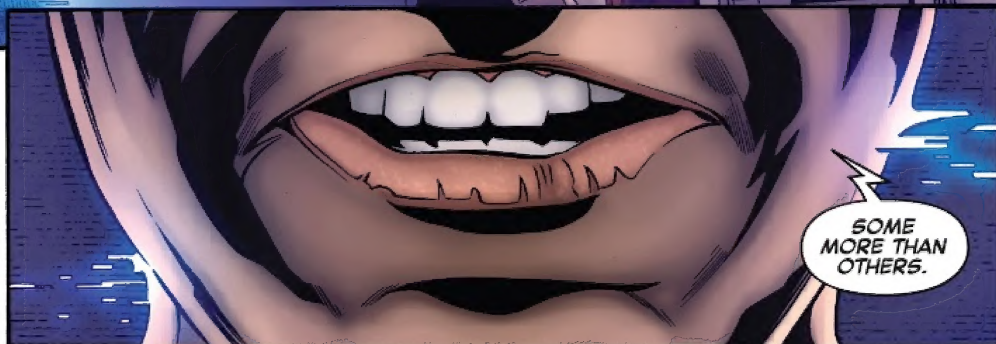
PART 3

**MARVEL**  
69 LGY# 870

## the AMAZING SPIDER-MAN

SPENCER  
BRISSON  
FERREIRA  
GÓMEZ  
CARLOS







PETER PARKER was bitten by a radioactive spider and gained the proportional speed, strength, and agility of a SPIDER, adhesive fingertips and toes, and the unique precognitive awareness of danger called "SPIDER-SENSE"! After the tragic death of his Uncle Ben, Peter understood that with great power there must also come great responsibility. He became the crimefighting super hero called...

# *The Amazing* SPIDER-MAN

## CHAMELEON CONSPIRACY Part 3

Teresa Parker, Peter's superspy sister, has found herself face-to-face with the man who killed their parents-- The Finisher. The Chameleon arranged the meeting, but neither Parker knows why.

Peter's too busy to even wonder why, studying under the Lizard at Empire State University. Peter's friend Jamie Tolentino's grad school project is a predictive machine called the Clairvoyant. Jamie's gambled with the device, using the winnings to help his ailing mother. However, flying casino owner Chance and his partner, the Foreigner, want the device and a power source called the Catalyst, and they blackmailed Jamie to help steal both.

Meanwhile, Peter's friend Betty Brant is pregnant. The father is former *Daily Bugle* reporter Ned Leeds, who everyone thought dead at the hands of the Foreigner. But Ned just revealed that some Goblin Serum he took saved his life, and ever since, he's been investigating his killer and just discovered that Foreigner's next target is Jamie. So it's up to Spidey to stop Foreigner and his ne'er-do-wells!

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SPIDER-MAN created by STAN LEE and STEVE DITKO





A full-page comic book illustration depicting a chaotic battle scene. Spider-Man, in his iconic red and blue suit, is the central figure, suspended in mid-air with a determined expression. He is surrounded by several adversaries. In the upper right, a figure in a black tactical suit is engulfed in flames. To the left, another figure in a similar suit is also on fire. In the lower left, a man in a dark suit and tie holds a large, futuristic weapon. Next to him is a character in a yellow and blue armored suit. In the lower right, a man in a brown shirt and dark pants is running away in panic, while a figure in a white tactical suit with a glowing visor is also running. The background is a dark, industrial-looking environment with purple and blue tones, and the ground is littered with debris and large, intense fireballs.

YOU KNOW, IT  
WOULD BE GREAT  
IF FOR ONCE...

...JUST  
ONCE...

...I COULD HAVE A FRIEND  
WHO DOESN'T SOMEHOW  
GET DRAGGED INTO SOME  
EVIL-VILLAIN SCHEME  
THAT SPIDER-MAN HAS  
TO RESCUE THEM FROM.

I SWEAR, WHEN IT  
COMES TO KEEPING MY  
WORK AND PERSONAL  
LIFE SEPARATE...

...I'M  
BATTING A  
STRAIGHT  
ZERO.





I DON'T KNOW HOW  
JAMIE GOT MIXED  
UP IN ALL OF THIS--

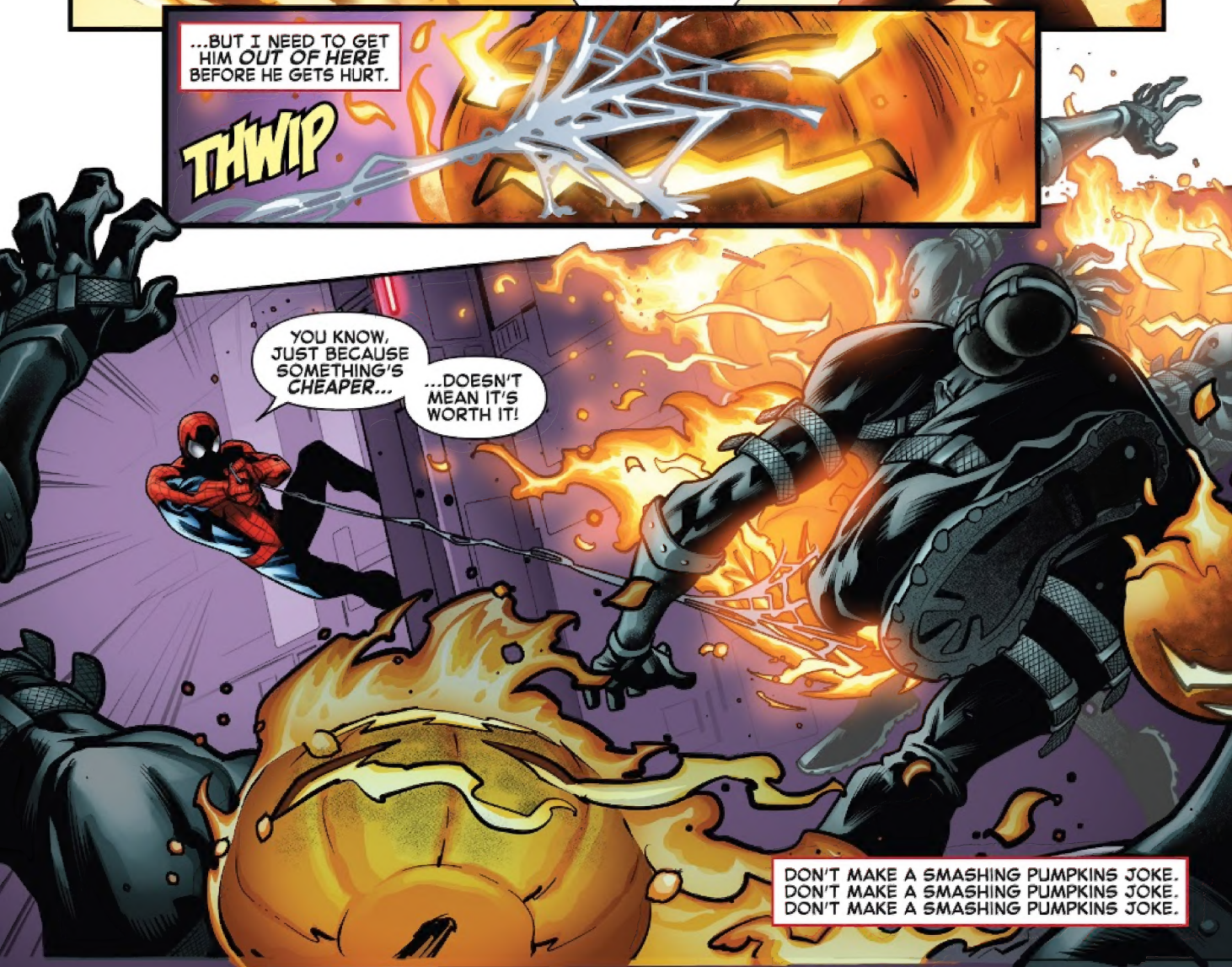
--WHAT THE DEAL  
IS WITH ALL THE  
JACK-O'-LANTERNS--

--OR WHY JAMIE'S  
HELPING THE  
FOREIGNER AND  
CHANCE AND THE  
REST OF THIS GOON  
SQUAD STEAL  
THE CATALYST...



...BUT I NEED TO GET  
HIM OUT OF HERE  
BEFORE HE GETS HURT.

THWIP



YOU KNOW,  
JUST BECAUSE  
SOMETHING'S  
CHEAPER...

...DOESN'T  
MEAN IT'S  
WORTH IT!

DON'T MAKE A SMASHING PUMPKINS JOKE.  
DON'T MAKE A SMASHING PUMPKINS JOKE.  
DON'T MAKE A SMASHING PUMPKINS JOKE.



NOT SURE WHAT  
**FORGOTTEN-FOES-  
OF-SPIDER-MAN** VAULT  
FOREIGNER AND CHANCE  
DUG **SLYDE** OUT OF.

**GOT  
HIM!**

A CHEMICAL ENGINEER TURNED  
SUPER-THIEF DECKED OUT IN A  
SUPER SLIPPERY SUIT. UNLESS HE'S  
THE **OTHER** **SLYDE** WHO WAS AN  
UNDERCOVER COP WITH A GRUDGE  
AGAINST ME FOR WHO-THE-HECK-  
KNOWS-WHAT...ALSO DECKED  
OUT IN A SUPER SLIPPERY SUIT.

**FWAM**

**HOLD HIM  
STILL!**

AND LAST TIME  
I FACED OFF AGAINST  
CHANCE, THE GUY  
WAS BEGGING ME  
TO PUNCH HIM.

HERE...  
HOW ABOUT  
YOU HOLD  
HIM!

LITERALLY.

I DON'T WANNA KINK  
SHAME ANYONE. BUT IF  
THIS IS SOME SORT OF  
ROLE PLAY OF HIS...

**THWAK**

**TOK**

...WE'RE GONNA  
HAVE A PROBLEM.











THAT'S IT,  
SPIDEY. KEEP  
THEM BUSY.  
DON'T TRY  
TO WIN.

KRAM

LET 'EM  
KEEP COMING  
AT YOU...

...AT LEAST  
UNTIL YOUR LAB  
PARTNER MAKES  
HIMSELF SCARCE.  
SPEAKING OF--

--WHAT'S  
TAKING HIM  
SO LONG?

I'M  
SORRY.









WE  
BEGIN WITH  
THE TRUTH  
ABOUT  
ME.

AND  
MY MUCH-  
PRESUMED  
DEATH.

"YOU KNOW THE STORY  
OF MY ENCOUNTER  
WITH SPIDER-MAN..."

"HOW HE FIRST FOUND  
THE RED SKULL AND  
HIS MINION, SANDOR.

"WHICH  
EVENTUALLY LED  
HIM TO ME."\*

\*ALL BACK IN ASM  
ANNUAL #5! --NL

HE WAS SEEKING  
REVENGE FOR THE  
DEATHS OF RICHARD AND  
MARY PARKER--YOUR  
PARENTS--

--BELIEVING ME TO  
BE THE ONE WHO'D  
HAD THE SPIES  
FRAMED AND  
MURDERED.

"WE DID BATTLE, AND HE  
MANAGED TO GET THE  
BETTER OF ME THAT DAY--

"--TURNING  
MY CAR'S  
MISSILES BACK  
AGAINST ME.

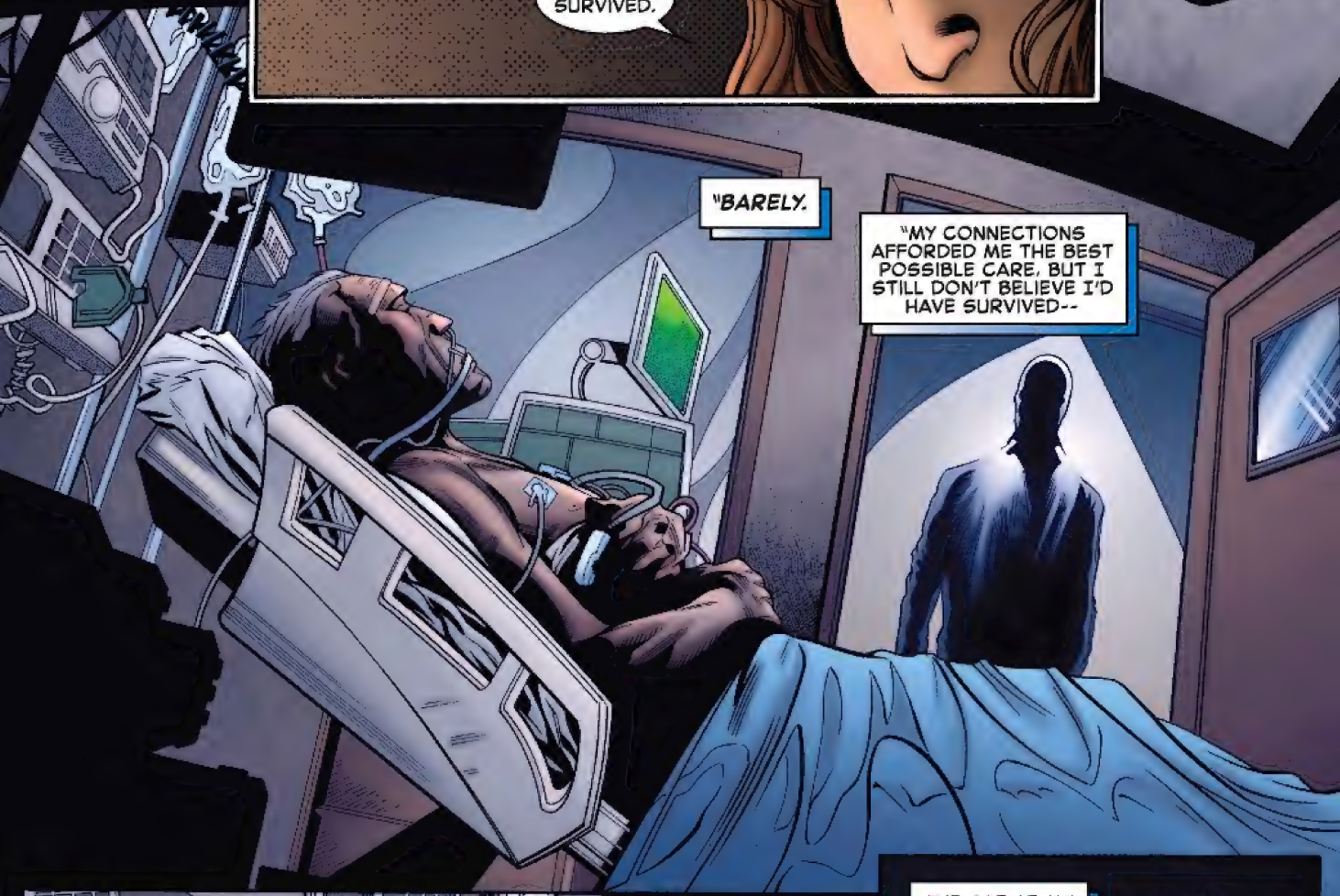
"I'D ALWAYS HEARD THE  
WALL-CRAWLER WAS  
ADAMANTLY OPPOSED TO  
KILLING, BUT HE SEEMED QUITE  
AMBIVALENT THAT DAY."

THANKFULLY,  
THOUGH, HE DIDN'T  
MANAGE TO BREAK  
ANY SACRED VOW ON  
MY ACCOUNT.



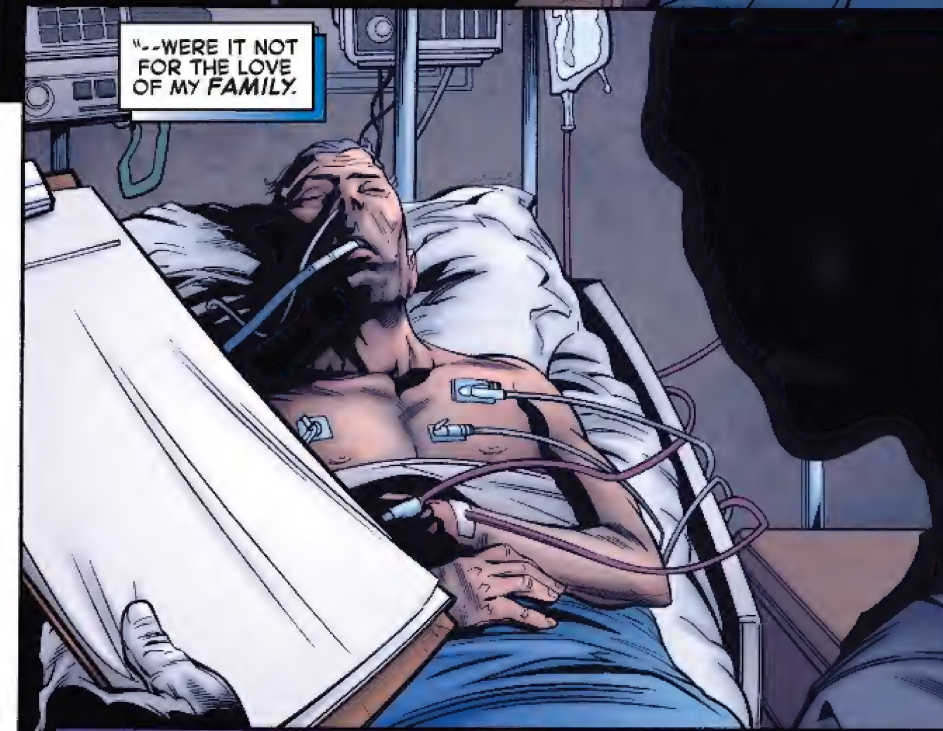


YOU SURVIVED.



"BARELY.

"MY CONNECTIONS AFFORDED ME THE BEST POSSIBLE CARE, BUT I STILL DON'T BELIEVE I'D HAVE SURVIVED--



"--WERE IT NOT FOR THE LOVE OF MY FAMILY.



"HE SAT AT MY BEDSIDE EVERY DAY. MY LIEGE. MY PRIZED PUPIL..."



...MY DMITRI.

AFTER ALL YOU'VE GIVEN ME, TEACHER--

--IT WAS THE LEAST I COULD DO.





OKAY, YES.  
CLEARLY, I DID  
NOT SEE THAT  
COMING.



SSSPIDER-  
MAN!

LIZARD!

BOY, AM  
I STILL GETTING  
USED TO BEING  
GLAD TO SEE  
YOU.



I'M SSSORRY  
I COULDN'T HAVE  
BEEN MORE HELP TO  
YOU DURING THE ATTACK.  
THE NEWEST ITERATION  
OF MY NON-  
AGGRESSION  
CHIP--

SAY NO MORE.  
TALK ABOUT YOUR  
ALL-TIME WORTH-  
WHILE TRADE-OFFS.  
BUT THE BAD  
GUYS--



"ABSSESCONDED  
WHILE YOU WERE  
UNCONSCIOUSSS,  
I'M AFRAID."



WAIT--  
ISSS THERE  
ANYTHING I  
CAN DO?!

AFRAID  
NOT, DOC.  
BUT DON'T  
WORRY--



--I KNOW  
SOMEONE  
WHO CAN.

NED--PLEASE--  
COME SIT WITH ME.  
YOU'VE BEEN STARING OUT THAT  
WINDOW PENSIVELY FOR,  
LIKE, AN HOUR.

I--I'M SORRY,  
BETTY. IT'S  
JUST--SOMETHING'S  
NOT *RIGHT*. THE WAY  
PETER RUSHED OUT  
OF HERE--

--IS PRETTY  
STANDARD BEHAVIOR  
FOR HIM. HERE ONE  
SECOND, GONE THE NEXT.  
AND FRANKLY--

--HE'S  
NOT THE ONLY  
ONE.

HEY NOW.  
DON'T TALK  
LIKE THAT.

IT TOOK  
YEARS, BUT I'M  
**BACK**. FOR **GOOD**  
THIS TIME. AND WE'RE  
GOING TO FINALLY  
HAVE THE LIFE WE  
ALWAYS **DREAMED**  
OF.

I'M NOT  
GOING--

NED  
LEEDS!

BOY, ARE  
YOU A SIGHT  
FOR SORE  
EYES.

SPIDER-  
MAN!

PETER  
PARKER SENT  
ME. SOMEONE  
NEEDS YOUR  
HELP.



AND SO I  
TELL HIM AS  
MUCH AS I CAN.  
ABOUT THE  
CLAIRVOYANT.  
ABOUT JAMIE.  
ABOUT--

THE  
FOREIGNER.

WE CAN'T LET  
HIM GET HIS  
HANDS ON TECH  
LIKE THAT.

WE HAVE  
TO STOP  
HIM.

NED--  
WAIT--  
YOU JUST  
SAID--

I KNOW,  
BETTY. BUT  
PETER'S FRIEND  
IS IN DANGER,  
AND--

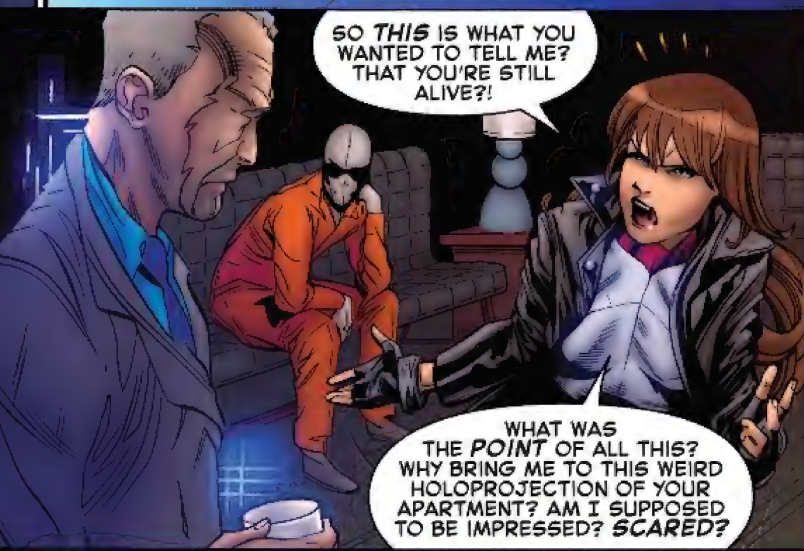
--I HAVE  
TO FINISH  
THIS.

I GET IT.  
I'D WANT THE  
SAME THING IN  
YOUR POSITION.  
BUT--

MAKE SURE  
TO COME BACK.  
UNDERSTOOD.

I'M  
GONNA  
NEED A  
LIFT.





SO **THIS** IS WHAT YOU WANTED TO TELL ME? THAT YOU'RE STILL ALIVE?!

WHAT WAS THE **POINT** OF ALL THIS? WHY BRING ME TO THIS WEIRD HOLOPROJECTION OF YOUR APARTMENT? AM I SUPPOSED TO BE IMPRESSED? **SCARED?**

THE POINT, DEAR GIRL, IS I'VE HAD **YEARS** TO PREPARE FOR WHAT'S COMING NEXT.

AND THIS ISN'T MY APARTMENT.



IT'S WHEREVER I NEED TO BE.

WAIT-- WHAT IS **THIS?**



WHO YOU ARE... **WHERE** YOU ARE... THESE QUESTIONS ARE SO LIMITING.

I AM NO LONGER BOUND BY WHAT IS FIXED. IT'S THE **VARIABLES** THAT INTRIGUE ME. I DID NOT BRING YOU TO TALK ABOUT THE PAST.



I BROUGHT YOU HERE TO TALK ABOUT THE **FUTURE**.



**THE PALACE.**  
CLOAKED CASINO  
HIDDEN IN THE SKIES  
ABOVE MANHATTAN.

ALL  
RIGHT.  
BOOT THAT  
BAD BOY  
UP.

QUITE  
THE LIGHT  
SHOW.

YES,  
IMPRESSIVE.

BUT WE  
DIDN'T STEAL THIS  
TO BE ENAMORED  
BY SHINY LIGHTS LIKE  
SOME SLACK JAW AT  
A JULY FOURTH  
COOKOUT.

HOW  
DOES IT  
WORK?

OKAY...

...ESSENTIALLY, YOU ASK IT A  
QUESTION--SAY...THE RESULTS  
OF THE *SUPER BOWL* OR...  
I DON'T KNOW, WHO'S GOING  
TO WIN THE *KENTUCKY  
DERBY*.

THE MORE  
SPECIFIC AND  
NARROW THE  
PARAMETERS OF  
THE REQUEST,  
THE BETTER.

THEN, THE CLAIRVOYANT  
TAKES THAT REQUEST AND  
SEARCHES ACROSS THOUSANDS  
OF MULTIVERSES, PROVIDING YOU  
WITH AN ANSWER BASED ON THE  
PROBABILITY OF SIMILAR  
OCCURRENCES IN THOSE  
MULTIVERSES.

SO FAR,  
I'VE FOUND THAT  
THE SUCCESS RATE  
IS IN THE UPPER 80 TO  
LOWER 90 PERCENTILE,  
SO IT'S WORTH BEING  
CAUTIOUS WITH--

WE  
ARE GOING  
TO BE SO  
RICH!

BZZZT





WHAT SHOULD WE ASK IT FIRST?

WHO'S FIGHTING RIGHT NOW? SURELY WE CAN FIND A COUPLE OF CAPES PUNCHING EACH OTHER UP? SEE WHO WINS?

WHAT WOULD THERE BE TO PREDICT? ASKING IT WHAT YOU WOULD ASK FIRST WOULD BE THE ANSWER.

OOOOH, MAYBE WE CAN ASK THE CLAIRVOYANT IF IT CAN PREDICT WHAT WE'LL ASK IT FIRST?



I MEAN, AFTER THAT ONE.

GEEZ.



SO MANY POSSIBILITIES THAT THE MIND RACES TO CHOOSE JUST ONE.

TELL YOU WHAT...



...WHY'NT I TAKE THIS OFF YOUR HANDS?



WHAT THE HELL ARE YOU DOING?!

IF ONLY YOU'D TALKED LESS AND ASKED MORE, THEN YOU MIGHT'VE FIGURED OUT...





...THAT THE  
JACK-O'-LANTERNS  
AND HALF THE  
FOLKS IN THIS  
CASINO...

...WORK  
FOR THE  
FINISHER.





WAIT--  
WHERE ARE  
WE NOW?

SOMEWHERE  
OF GREAT  
IMPORTANCE.



TO ALL  
OF US.

TEACHER...



I TOLD  
YOU I NEVER  
WANTED TO COME  
BACK TO THIS  
PLACE.

I UNDERSTAND,  
DMITRI. I KNOW THIS  
IS PAINFUL. BUT WE  
MUST ALL FACE OUR  
DEMONS--



--HOWEVER  
GREAT THEIR  
NUMBER.

NOW,  
AGENT  
PARKER--



--LET'S  
DISCUSS THE  
TRUTH ABOUT  
YOU.

TO BE  
CONTINUED!



NEXT:



GIANT-SIZE  
AMAZING SPIDER-MAN:  
CHAMELEON  
CONSPIRACY #1

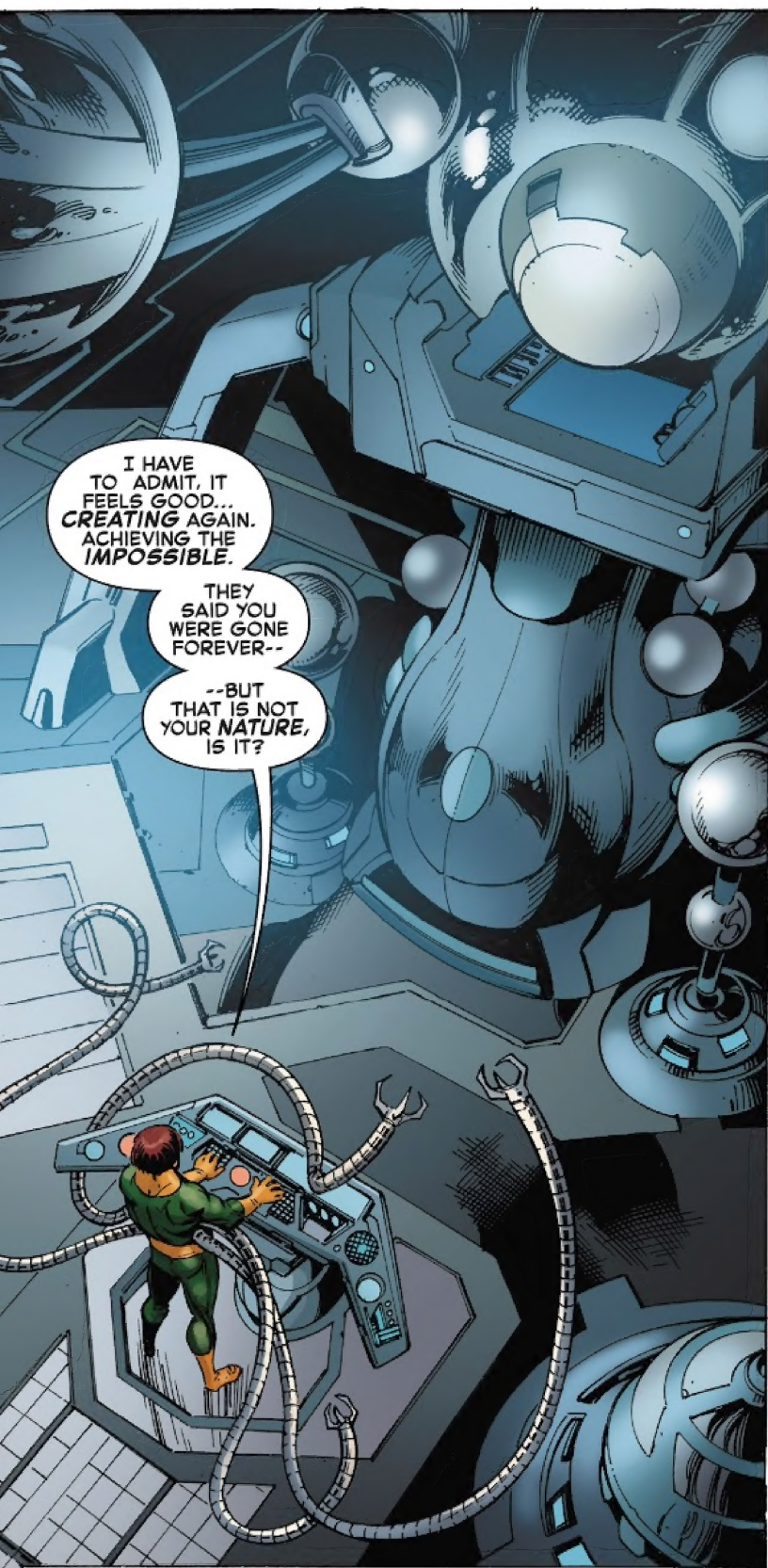
THEN:



AMAZING SPIDER-MAN  
#70

Let us know how we're doing!  
Drop us a line at [SPIDEYOFFICE@MARVEL.COM](mailto:SPIDEYOFFICE@MARVEL.COM)!  
Be sure to mark it "Okay to print"!





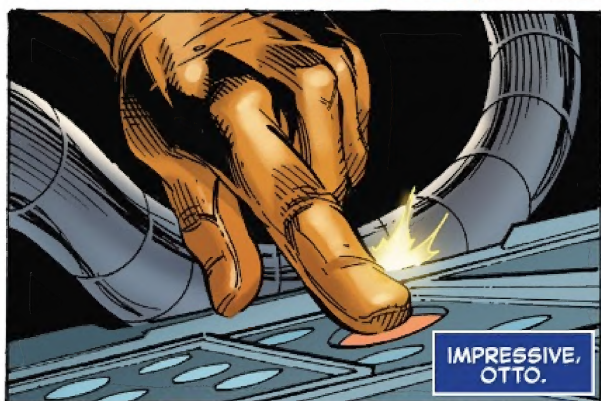
I HAVE TO ADMIT, IT FEELS GOOD... CREATING AGAIN. ACHIEVING THE IMPOSSIBLE.

THEY SAID YOU WERE GONE FOREVER--

--BUT THAT IS NOT YOUR NATURE, IS IT?



YOU EXIST ALL AROUND US.



IMPRESSIVE, OTTO.



I KNEW YOU COULD DO IT.



EVERY DAY, YOU GET A LITTLE CLOSER TO REVEALING YOUR TRUE SELF.

I CAN SEE IT ALREADY, IN MY MIND AND IN MY SOUL.

IT'S BLINDING.



LIKE  
LIGHTNING.

